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**ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION**

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**GENERAL FILING INSTRUCTIONS
FOR ARTICLES OF DOMESTICATION**
Pursuant to A.R.S. §§10-222 & 10-3222

ALL CORPORATIONS DOMESTICATING INTO ARIZONA MUST COMPLY WITH THE FOLLOWING:

- ☐ Make sure that the corporate name you are using is available for use by your corporation. The name may be formally reserved for 120 days for a fee of \$10.00 or on-line for a fee of \$45.00 (\$10.00 filing fee plus an additional \$35.00 Expedited service fee.) If you are a holder of a tradename that is identical or non-distinguishable from the proposed name, you will be asked to provide a copy of the Tradename Certificate. Names may be checked and reserved on our website at: www.azcc.gov/corp/filings/namingpolicy.htm Web access is available to the public at our Phoenix and Tucson offices. Please note name reservations executed online take precedent over any other documents filed on paper and submitted by mail, fax or over the counter.
- ☐ Deliver the completed original Articles of Domestication (and one (1) or more exact copies) to the Commission. Your filed copy will be returned to you when all requirements have been satisfied. Notarization is not required.
- ☐ The domestication must be executed by a duly authorized officer.
- ☐ The Statutory Agent must provide a physical street/location address (A P.O. Box may also be listed. However, a physical street/location address must be furnished). A statutory agent may be either an individual Arizona resident, a domestic corporation or limited liability company, or foreign corporation or limited liability company authorized to transact business in Arizona.
- ☐ The Certificate of Disclosure must be signed and dated within 30 days of delivery to this office by a duly authorized officer.
- ☐ If the person executing the documents has a power of attorney authorizing him/her to do so, a copy of the document granting authority must be included with the filing.
- ☐ Attach a Certificate of Existence (Good Standing) duly authenticated by the official having custody of the corporate records in the jurisdiction in which the corporation was incorporated before the transfer of domicile.
- ☐ Pay the required (U.S.) Fees. Please make check payable to the Arizona Corporation Commission. Expedited service is available for an additional \$35.00 fee.

	<u>Regular</u>	<u>Expedited</u>		<u>Regular</u>	<u>Expedited</u>
Business	\$100.00	\$135.00	Non-Profit	\$100.00	\$135.00

- ☐ Once your filing has been approved and processed by the Arizona Corporation Commission, publish your filing (within sixty (60) days) in a newspaper of general circulation in the county of the known place of business in Arizona, as filed with the Commission, for three (3) consecutive publications. A list of acceptable newspapers in each county is posted on the Commission web site <http://www.azcc.gov/corp/filings/forms/newspubs.pdf>. An affidavit from the newspaper, evidencing such publication, must be delivered to the Commission for filing WITHIN NINETY (90) DAYS from the date that your filing was approved and processed by the Arizona Corporation Commission (this date will be listed in the letter that you receive upon approval for your filing).

**ALL DOCUMENTS FILED WITH THE ARIZONA CORPORATION COMMISSION ARE PUBLIC RECORD.
AS SUCH, ALL DOCUMENTS ARE OPEN FOR PUBLIC INSPECTION**

**ARTICLES OF DOMESTICATION OF
A TAX-EXEMPT NONPROFIT CORPORATION**
Pursuant to A.R.S. §§10-222 & 10-3222

1. Name.

The name of the Corporation is:

_____.

2. Original Incorporation.

The Corporation was originally incorporated in the State of _____ and the date of its incorporation in that state was _____, _____.

3. Documents Furnished.

The official in charge of corporate filings in the jurisdiction in which the Corporation was previously incorporated will be provided with a copy of the Articles of Domestication filed in the State of Arizona.

4. Purpose.

The purpose for which the corporation is organized is:

5. Character of Affairs

The Character of Affairs of the corporation will be:

6. Known Place of Business in Arizona

The street address of the known place of business of the Corporation is:

7. Statutory Agent (In Arizona).

The name and address of the statutory agent of the Corporation is:

8. No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements,) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section _____ of the Internal Revenue Code of _____ (or the corresponding provision of any future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section _____ of the Internal Revenue Code of _____ (or the corresponding provisions of any future United States Internal Revenue Laws).

9. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section _____ of the Internal Revenue Code of _____ (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principle office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose

10. Board of Directors.

The board of directors currently consist of _____ director(s). The name(s) and address(es) of the person(s) who is(are) to serve as the director(s) until the first annual meeting of the members, if a member corporation, or Board of Directors, if the corporation has no members, or until his(her)(their) successor(s) is(are) elected and qualifies is(are):

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

11. Discrimination Policy • (check this box, if this provision will apply to your corporation.)

DISCRIMINATION: The corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

12. Members (Check One)

The corporation _____ will _____ will not have members.

13. Adoption.

These Articles of Domestication have been adopted in accordance with A.R.S. §10-3221. They were adopted by the Board of Directors on _____, _____ and by the members, if the corporation has members, on _____, _____.

14. Acceptance of State Laws.

Upon transfer of domicile of the Corporation to Arizona, the Corporation accepts and will be subject to the laws of Arizona.

15. Shares • (check this box, if this provision will apply to your corporation.)

All issued shares have been converted and designated as membership interests in the corporation.

Hereafter, the corporation shall not have, nor issue shares.

Dated this _____ day of _____, _____.

By _____

Name

Title

The new statutory agent must accept his/her appointment as the new statutory agent.

**Acceptance of Appointment
By Statutory Agent****

**(required only if a new statutory agent is being appointed)

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this _____ day of _____, _____

Signature: _____

Printed Name: _____ Title: _____

If signing on behalf of a company, please print the company name here.

Pursuant to A.R.S. §10-3223, these Articles of Domestication are accompanied a Certificate of Disclosure, and a Certificate of Good Standing duly authenticated by the official having custody of the corporate records in the jurisdiction in which the corporation was originally incorporated.